



UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

MARK E. FELGER (MF9985)
JERROLD N. POSLUSNY, JR. (JP7140)
COZEN O'CONNOR
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457 Haddonfield Road
Cherry Hill, NJ 08002
(856) 910-5000
Attorneys for the Debtors

In re:

SHAPES/ARCH HOLDINGS L.L.C., et al.,

Debtors.

Case No. 08-14631 (GMB)
(Jointly Administered)

Judge: Gloria M. Burns

Chapter: 11

Recommended Local Form:

☐ Followed

☒ Modified

**ORDER AUTHORIZING RETENTION OF NATCITY INVESTMENTS, INC.
AS SALES CONSULTANT/INVESTMENT BANKER FOR THE DEBTORS**

The relief set forth on the following pages, numbered two (2) through three (3) is hereby
ORDERED.

DATED: 5/21/2008



Honorable Gloria M. Burns
United States Bankruptcy Court Judge

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Shapes/Arch Holdings L.L.C., et al.

Case No: 08-14631(GMB)

Order Authorizing Retention of NatCity Investments, Inc. as Sales Consultant/Investment Banker for the Debtors

In re: Shapes/Arch Holdings L.L.C., et al.
Case No.: 08-14631 (GMB)
Applicant: Shapes/Arch Holdings L.L.C., et al.

☐ Trustee: ☐ Chap. 7 ☐ Chap. 11 ☐ Chap. 13

☒ Debtors: ☒ Chap. 11 ☐ Chap. 13

☐ Official Committee of _____

Name of Professional: NatCity Investments, Inc.
Address of Professional: 300 Barr Harbor Drive
West Conshohocken, PA 19428

☐ Attorney for: ☐ Trustee ☐ Debtors-in-Possession

☐ Official Committee of _____

☐ Accountant for: ☐ Trustee ☐ Debtor-in-Possession

☐ Official Committee of _____

☒ Other Professional:

☐ Realtor ☐ Appraiser ☐ Special Counsel

☐ Auctioneer ☒ Other (specify): sales consultant/investment

banker to the Debtors

Upon the applicants' request for authorization to retain the professional named above,

It is hereby ORDERED as follows:

1. The applicants, Shapes/Arch Holdings L.L.C., Shapes L.L.C., Delair L.L.C.,
Accu-Weld L.L.C. and Ultra L.L.C., are authorized to retain the above party in the professional
capacity noted.

2. Compensation shall be paid in such amounts as set forth in the application.

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Shapes/Arch Holdings L.L.C., et al.

Case No: 08-14631(GMB)

Order Authorizing Retention of NatCity Investments, Inc. as Sales Consultant/Investment Banker for the Debtors

3. The effective date of the retention is May 7, 2008.

4. The indemnification provision contained in the Engagement Letter is subject to the following terms and conditions:

if, before the entry of an order closing these Chapter 11 cases, NatCity believes that it is entitled to the payment of any amounts from the Debtors' estates on account of the indemnification, contribution and/or reimbursement obligations under the Engagement Letter including, without limitation, the advancement of defense costs, NatCity must file an application therefor in, and with, the Court, and the Debtors may not pay any such amounts to NatCity before the entry of an order by the Court approving payment. The United States Trustee, the Debtors, the Official Committee of Unsecured Creditors, and any other creditors or parties-in-interest shall retain the right to object to whether the amount requested is consistent with the indemnity provision in the Engagement Letter, as modified by any order of the Court, and the amount actually requested is a reasonable amount under the circumstances of the case giving rise to the indemnity claim.

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Bankruptcy Noticing Center
2525 Network Place, 3rd Floor
Herndon, Virginia 20171-3514

CERTIFICATE OF SERVICE

District/off: 0312-1
Case: 08-14631

User: dfitzger
Form ID: pdf903

Page 1 of 1
Total Served: 1

Date Rcvd: May 21, 2008

The following entities were served by first class mail on May 23, 2008.
db +Shapes/Arch Holdings L.L.C., 9000 River Road, Delair, NJ 08110-3204

The following entities were served by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: May 23, 2008

Signature:

